

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : Chapter 11 Case No.
LEHMAN BROTHERS HOLDINGS INC., *et al.*, : 08-13555 (JMP)
Debtors. : (Jointly Administered)
: :
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AFFIDAVIT AND DISCLOSURE STATEMENT OF

BENJAMIN CHRISTOPHER SHAW

ON BEHALF OF LEHMAN BROTHERS HOLDINGS INC.

CITY OF LONDON)
COUNTRY OF THE UNITED KINGDOM) ss:
)

BENJAMIN CHRISTOPHER SHAW, being duly sworn, upon his oath,
deposes and says:

1. I am a self-employed member of the Bar of England and Wales. I practice from the barristers' chambers known as Erskine Chambers, 33 Chancery Lane, London, WC2A 1EN.
2. Lehman Brothers Holdings Inc. ("LBHI") and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (together, the "Debtors" and, collectively with their non-debtor affiliates, "Lehman"), have, through the London office of Weil, Gotshal & Manges, requested and I have consented to provide legal services by giving advice and appearing on behalf of certain of the Debtors in litigation in the Courts of England and Wales. Such matters include an application for determination of the rights of Lehman and others in relation to the "client money" obligations of Lehman Brothers International (Europe) ("LBIE").

3. As part of my practice, I have been retained in the past and may be retained in the future by solicitors or attorneys who now represent persons that are parties in interest in the Debtors' chapter 11 cases. My clients in the past have also included, and in the future may include, persons who are parties in interest in the Debtors' chapter 11 cases.

4. To the best of my knowledge and belief, I have no current engagements or instructions relating to the matters for which I have been retained in relation to the Debtors' chapter 11 cases or the worldwide Lehman Brothers group and I do not have any engagement or relationship with any person or represent any interest adverse to the Debtors or their estates.

5. I am not engaged by, and do not perform services for any person in connection with the Debtors' chapter 11 cases such that a conflict of interest arises or might arise which would be contrary to the Code of Conduct of the Bar of England and Wales. To the best of my knowledge and belief, I do not have any relationship with any person, solicitor, attorney, or accountant that would be contrary to those professional rules and none of the above mentioned engagements are adverse to the matters for which I have been retained by the Debtors.

6. I have not provided any pre-petition services to the Debtors and the Debtors do not owe me anything for any such services.

7. I have not agreed to share and will not share any portion of the compensation to be received by me for services rendered in relation to the Debtors' chapter 11 cases with any other person, other than by making my regular contribution to the expenses of running Erskine Chambers.

8. Other than as disclosed herein, as far as I have been able to ascertain, I do not hold or represent any interest adverse to the Debtors or their estates.

9. If I should discover any facts bearing on the matters described herein, I will supplement the information contained in this Affidavit.

By:



Subscribed and sworn to before me
this 22nd day of October, 2009



Solicitor

AGNES RACHEL MARY MACDOFF

Beechcroft LLP
100 Fetter Lane
London,
EC4A 1BN

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RETENTION QUESTIONNAIRE

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY LEHMAN BROTHERS HOLDINGS INC. OR ANY OF ITS DEBTOR AFFILIATES (collectively, the “Debtors”)

DO NOT FILE THIS QUESTIONNAIRE WITH THE COURT.
RETURN IT FOR FILING BY THE DEBTORS, TO:

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153
Attn: Jennifer Sapp
Christopher Stauble

All questions **must** be answered. Please use “none,” “not applicable,” or “N/A,” as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address:

Ben Shaw
Erskine Chambers
33 Chancery Lane
London WC2A 1EN

2. Date of retention: 17 July 2009

3. Type of services provided (accounting, legal, etc.): Legal

4. Brief description of services to be provided:

Providing advice and representing the Debtors in litigation in the Courts of England and Wales. Such litigation includes an application for determination of the rights of Lehman and others in relation to the “client money” obligations of Lehman Brothers International (Europe).

5. Arrangements for compensation (hourly, contingent, etc.)

Hourly rate and brief fees and daily fees for court appearances

(a) Average hourly rate (if applicable):

£250

(b) Estimated average monthly compensation based on prepetition retention (if employed prepetition):

N/A

6. Prepetition claims against the Debtors: None

7. Prepetition claims against the Debtors held individually by any member, associate, or professional employee: None

8. Stock of the Debtors currently held: None

9. Stock of the Debtors currently held individually by any member, associate, or professional employee: None

10. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-named person is to be employed.

None

11. Name of individual completing this form:

Ben Shaw